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Ms. Sharla Dillon
Docket Room Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243

P.O. Drawer 200
Winter Park, FL
32790-0200

Re: Data Request Response of AmeriVision Communications, Inc
Docket No. 05-00009

Tel 407-740-8575
Fax 407-740-0613
tmi@tminc.com

Dear Ms. Dillon,

Enclosed please find the original and 13 copies of the response of AmeriVision Communications, Inc to the February 18, 2005 data request issued in this docket. The data request was issued by David McClanahan and the letter was issued by Aster Adams.

Please note that the financial statements provided in this response are marked CONFIDENTIAL and being provided in a sealed envelope marked the same.

Questions or instructions pertaining to this transaction should be directed to my attention at (407) 740-8575.

Please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this cover letter in the self-addressed, stamped envelope enclosed for this purpose.

Sincerely,

Thomas M. Forte
Consultant to AmeriVision Communications, Inc

Enclosures

cc: K. Franks - AmeriVision Communications, Inc.
file: AmeriVision - TN
tms: TNx0501b

**NOTIFICATION OF NONPROFIT AND AFFINITY MARKETING, INC.
OF ITS ACQUISITION OF
AMERIVISION COMMUNICATIONS, INC. AND
AS A RESULT OF BANKRUPTCY
DOCKET # 05-00009**

1. **Provide an organization chart for AmeriVision Communications, Inc., both before and after the acquisition approved by the bankruptcy court.**

AmeriVision Communications, Inc ("AmeriVision") was a stand-alone corporation prior to the bankruptcy filing. AmeriVision will be a wholly owned subsidiary of Nonprofit and Affinity Marketing, Inc ("NAM"), the only wholly owned subsidiary, after the bankruptcy acquisition.

2. **Provide the number of customers currently receiving telecommunications services from AmeriVision in Tennessee.**

AmeriVision currently has 11,650 customers within Tennessee

3. **Will Nonprofit and Affinity Marketing, Inc. (NAM) continue to operate under AmeriVision's CCN or to transfer it into its name?**

NAM will operate all operation under the AmeriVision name, as was defined in item III of the original petition filed with the Authority

4. **Confirm the NAM has not intention of doing any business in Tennessee and thus does not require a license from the Tennessee Secretary of State's office. Do they wish to continued under the AmeriVision license with the Tennessee Secretary of State?**

See the response to #3 above. NAMI will not need to register with the Secretary of State's office

5. **Confirm that AmeriVision will continue to operate the business as it has in the past with the same management personnel or if not provide any major managerial changes that have taken place or will as a result of this transaction.**

The only change in upper management at AmeriVision after the transfer of control will be the return of Stephen Halliday as President of the Company, a position that he held for 3 years. Additionally, the former Chief Financial Officer of the company, Lon Woodley, has returned to AmeriVision as Vice President and Chief Financial Officer.

6. **Provide the most current audited financial statements for NAM and AmeriVision.**

See Attachment I for the requested financial statements for both companies. **Please note that the financial statements are being provided under confidential seal.**

7. **Provide the Tennessee statute that NAM/AmeriVision is filing this petition in compliance with.**

This filing is being made in compliance with TRA Rule 1220-4-2- 57(5)(d) relating to the ownership, or change thereof, of a resale telecommunications company in Tennessee

**NOTIFICATION OF NONPROFIT AND AFFINITY MARKETING, INC.
OF ITS ACQUISITION OF
AMERIVISION COMMUNICATIONS, INC. AND
AS A RESULT OF BANKRUPTCY
DOCKET # 05-00009, Continued**

- 8. Has this, or a similar petition been filed in any other state jurisdictions? If so, please list them and the action taken or pending.**

Similar petitions have been filed in all states where AmeriVision was certificated. Attachment II provides an overview of the current status of all of the Transfer of Control filings.

- 9. Has this or a similar petition been filed with the Federal Communications Commission? If so, please provide the action taken or pending associated with the respective FCC file or docket number.**

A petition for Transfer of Authority was filed with the FCC on January 4, 2005. Currently the uncontested transfer is pending before the Commission.

- 10. Confirm whether AmeriVision will continue to operate this business under its present tariff and there will be any changes in rates, terms of service, or operational issues as a result of this acquisition.**

AmeriVision will continue to operate under its current tariff at the rates established in that tariff. The company is aware of the ramifications of rate changes in Tennessee and will adhere to all Authority requirements should a change in rates be required at a later date.

- 11. Confirm that this transaction will be completely transparent and seamless to Tennessee customers.**

The transaction will be completely transparent to all Tennessee customers, as was defined in item III of the original petition filed with the Authority.

- 12. Provide a brief description of NAM's technical, managerial and financial qualifications and synopsis of its prior experience in the regulated telecommunications business.**

Please see Attachment III for the resume of Stephen D. Halliday and Lonnie Woodley.

- 13. Provide any other pertinent information that should be considered in approving this petition.**

NAMI believes that it has the managerial, technical and financial ability to bring AmeriVision back to the successful business structure that it once attained.

CONFIDENTIAL

ATTACHMENT I

CURRENT FINANCIAL STATEMENTS FOR
AMERIVISION COMMUNICATIONS, INC.

and

NONPROFIT AND AFFINITY MARKETING, INC

Nonprofit and Affinity Marketing, Inc is providing a combined financial statement of both NAM and AmeriVision Communications, Inc. Due to the bankruptcy proceedings there is no stand-alone financial statements for AmeriVision. **Please note that the financial statements are being provided under confidential seal.**

ATTACHMENT II
TRANSFER OF CONTROL STATUS REPORT

AmeriVision Communications, Inc
Transfer of Control Status Report

State	Type	File Date	Effective Date	Anticipated Effective Date	Received Stamped Letter Back	Docket # Assigned
Alabama	Letter	01/04/05	01/07/05		01/07/05	
Arizona	Letter	01/04/05		02/28/05		
Arkansas	Letter	01/04/05	01/10/05	02/28/05	01/10/05	
California	Advice Letter	01/28/05		02/28/05		
Colorado - OSP/IXC	Petition/update Registration	02/10/05		02/28/05	02/17/05	05A-062T
Connecticut	Letter/Electronic	01/24/05	1/28/05		01/28/05	95-03-32
Delaware	Petition	01/19/05	1/27/05		1/27/05	05-20
District of Col	No Filing Required					
Florida	Letter	01/05/05	01/10/05		01/10/05	
Georgia -IXC/OSP	Letter	01/05/05	01/10/05	02/04/05	01/10/05	6210
Hawaii	Petition/Ltr	01/28/05		02/28/05	02/07/05	05-0023
Idaho	Letter	01/04/05	01/10/05		01/10/05	
Illinois	Letter	01/04/05	01/17/05		01/17/05	
Indiana	CTA Change	01/28/05	02/01/05		01/31/05	AA0502-1
Iowa	Letter	01/05/05	01/10/05		01/10/05	
Kansas	Letter	01/04/05	01/10/05		01/10/05	
Kentucky	Letter	01/04/05	01/10/05		01/10/05	
Louisiana	Petition	01/20/05	2/15/05		02/07/05	S-28543
Maine	Petition	01/25/05		02/25/05	1/31/05	
Maryland	Notice	01/20/05	1/27/05	02/09/05	01/27/05	96001
Massachusetts	Update Registration	01/25/05		02/25/05	01/31/05	
Michigan	Letter	01/05/05		02/28/05		
Minnesota	Petition	01/28/05		02/28/05	01/31/05	
Mississippi	Petition	01/28/05		02/28/05	02/07/05	93-UA-44
Missouri	Petition			02/28/05	01/31/05	
Montana	Letter	01/05/05	01/13/05			

AmeriVision Communications, Inc
Transfer of Control Status Report

State	Type	File Date	Effective Date	Anticipated Effective Date	Received Stamped Letter Back	Docket # Assigned
Nebraska	Letter-Petition	01/20/05		02/28/05	01/28/05	C-3341
Nevada	Petition	01/28/05		02/28/05	02/18/05	CPC93-1069
New Hampshire	Letter	01/28/05		02/28/05	01/31/05	
New Jersey	Letter	01/05/05	01/13/05		01/13/05	
New Mexico	Letter	01/05/05	01/10/05		01/10/05	
New York	Letter	01/28/05		02/28/05	02/02/05	
North Carolina	Letter	02/10/05		02/28/05		
North Dakota	Letter	01/05/05	01/10/05		01/10/05	
Ohio	Form 563	01/28/05		03/02/05	02/03/05	05-128-TP-ATC
Oklahoma	Letter	01/05/05		02/28/05		
Oregon	Letter	01/05/05	01/10/05		01/10/05	
Pennsylvania	Petition	01/20/05	01/24/05		02/03/05	A-310349F5000
Rhode Island	Update Registration	01/28/05		02/04/05		
South Carolina	Letter	02/08/05		02/28/05		
South Dakota	Letter	01/05/05	01/10/05		01/10/05	
Tennessee	Letter	01/06/05	01/13/05		01/13/05	05-00009
Texas	Update Registration	02/10/05		02/28/05	02/14/05	
Utah	No Filing Required					
Vermont	Petition	02/10/05		02/28/05	02/17/05	
Virginia	No Filing Required					
Washington	Letter	01/18/05		02/28/05		
West Virginia	Letter-Petition	01/20/05		02/21/05	01/25/05	05-0064-T-PC
Wisconsin	Letter	01/06/05	01/07/05		01/07/05	26375 & 26376
Wyoming	Petition	01/20/05	01/27/05		01/27/05	74063-TA-05-18
FCC 214	Petition	01/04/05		02/28/05	01/10/05	

ATTACHMENT III

RESUMES OF KEY MANAGMENT EMPLOYEES

AMERIVISION COMMUNICATIONS, INC.

Resumes of Key Personnel

Stephen D. Halliday, President and Chief Executive Officer

Prior to joining AmeriVision, Mr Halliday was a partner at Wiley, Rein and Fielding, a Washington, DC law firm specializing in telecommunications. Steven brings over 20 years of experience in business and tax law to AmeriVision. He served as managing partner of the Norfolk and Newport News, VA offices of Coopers & Lybrand, where he specialized in the media and telecommunications industries, structuring acquisitions and advising non-profit organizations. Mr Halliday received his B.A. from Duke University, his J.D. from the College of William and Mary, and his M.L.T. from Georgetown University. He is also a CPA.

Loni Woodley - Vice President and Chief Financial Officer

Loni Woodley rejoined the Company as Vice President and Chief Financial Officer in February 2005. He was previously the Chief Financial Officer and Treasurer of AmeriVision from 2002 to 2003. For the past 8 years Mr. Woodley has also been engaged to assist troubled companies in effecting turnarounds. Prior to that, he was employed by a national public accounting firm during which time he provided financial accounting services to several companies including publicly owned companies in the telecommunications industry.

Ronald Houston - Senior Vice President of Sales and Marketing; Chief Operating Officer

Ronald (Ron) Houston is an eighteen year veteran of IBM Corporation. He has held numerous sales and marketing positions in his tenure at IBM. Most recently he was named Client Executive of IBM's Linux Distribution Partners and Business Channel for North America. Ron is a noted speaker and has delivered keynote addresses for various Business Partners. He holds a B.S. in Management from Pepperdine University and has certificates of business from Harvard University School of Business.